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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850) 922-4000

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

RECEIVED
00 APR 18 PM 3:59
DIVISION OF CORPORATIONS

FILED
00 APR 18 PM 4:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DISSOLUTION

RUNNING BROOK HILLS INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$43.75

Voluntarily Dissolved

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ARTICLES OF DISSOLUTION

1. The name of the corporation is Running Brook Hills Inc.
2. The names and addresses of each officer and director of said Corporation are as follows:

Efim Ayzenshtat
 President & Director
 520 Brickell Key Drive
 Suite O-305
 Miami, Florida 33131

3. All debts, obligations and liabilities of the corporation have been paid or discharged or adequate provisions have been made therefor.

4. All the remaining property and assets of the Corporation have been distributed among its shareholders in accordance with their respective rights and interests.

5. There are no actions pending against the Corporation in any court.

6. A copy of the Joint Resolution by the sole Director and Shareholder to liquidate and dissolve is attached, and was adopted by the director and shareholders of the corporation on December 6, 1999.

DATE: April 13, 2000

Efim Ayzenshtat
 Efim Ayzenshtat
 President/Director

STATE OF FLORIDA)
) SS:
 COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 13th day of April, 2000 by Efim Ayzenshtat, who is personally known to me and who took an oath.

Ana C. Guevara
 NOTARY PUBLIC

My Commission Expires:
 INSTRUMENT PREPARED BY:
 STEPHEN A. FREEMAN - FBN 146795
 FREEMAN, BUTTERMAN, HABER & ROJAS
 520 Brickell Key Drive, O-305
 Miami, Florida 33131
 (305) 374-3800



Ana C. Guevara
 MY COMMISSION # CC159289 EXPIRES
 July 29, 2003
 BONDED THROUGH TROY FARM INSURANCE, INC.

400000017733

FILED
 00 APR 18 PM 4:27
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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CONSENT ACTION OF THE DIRECTOR
AND SHAREHOLDER
OF RUNNING BROOK HILLS INC.

The undersigned, being the sole Director and Shareholder of Running Brook Hills Inc., a corporation incorporated and operating under the laws of the State of Florida (the "Corporation"), hereby consent to the adoption of the following resolution, this instrument to have the same force and effect as if the actions herein referred to had been taken at a timely called and duly held meeting of the Board of Directors, and direct that this written consent to such actions be filed with the minutes of the proceedings of the Board of Directors of the Corporation:

RESOLVED, that since all debts, obligations and liabilities of the Corporation have been paid or discharged and all remaining property and assets of the Corporation have been distributed among its shareholders in accordance with their respective rights and interests, that the Corporation be dissolved as of the date hereof.

Dated: April 13, 2000.

Efim Ayzenshtat
Efim Ayzenshtat, Director

ST. FRANCIS LIMITED

Paueeny
Shareholder

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